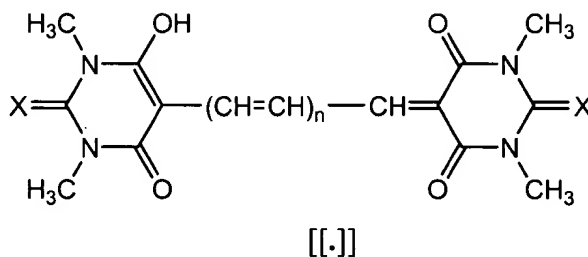


Amendments to the Claims:

This listing of claims will replace all prior versions and listings of claims in the application:

Listing of Claims:

1. (currently amended) In a method for measuring transmembrane potential changes in a biological cell, the improvement comprising using compound of Structure I as a potentiometric probe[[]]



~~X is O, or S, n is 1 or 2.~~

I

Wherein X is O, or S; n is 1 or 2.

2. (currently amended) The method of claim 1 comprising:

(a) contacting a fluorescent or luminescent compound of structure I with cell membrane;

(b) stimulating membrane potential changes physically or with a biologically active substance; and

(c) measuring the fluorescence or luminescence changes.

3. (original) The method of claim 1, wherein the potentiometric probe is used to measure transmembrane potential changes in combination with a second colored reagent.

4. (original) The method of claim 1, wherein the membrane is a plasma membrane of a biological cell.

5. (original) The method of claim 1, wherein the measurement is made in a fluorescence microplate reader.

6. (original) The method of claim 5, wherein the fluorescence microplate reader is a fluorometric plate reader having an integrated pipeting and fluidic system.

7. (original) The method of claim 1, wherein the measurement is made with a fluorescence flow cytometer.

8. (original) The method of claim 1, wherein the measurement is made in a fluorescence microscope.

9. (original) A method of claim 1 wherein a compound of Structure I is used in combination with a second fluorescent indicator.

10. (original) The method of claim 9, wherein the second fluorescent indicator is Indo-1, Fura-2 and Fluo-3, Calcium Green or Fluo-4.

11-14. (canceled)